

IFW

DOCKET NO.: CING-0636/778.US

PATENT



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In Re Application of:

Kevin M. Boyd, Salvador Garcia, Jr.,

Eamonn Gormley, Anh Nguyen

Confirmation No.: 7000

Application No.: 09/723,421

Filing Date: November 28, 2000

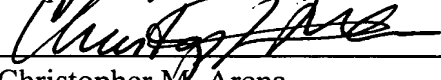
For: METHOD AND APPARATUS FOR EFFICIENT SHARING OF
COMMUNICATION SYSTEM RESOURCES

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

POWER TO INSPECT AND MAKE COPIES

The undersigned is the Attorney or agent of record registration no 35,429 hereby authorizes Christina Mraz, Wayne Crouteau and Amanda Diley to inspect, monitor and make copies of the file history of the above-identified application.

Respectfully submitted,



Christopher M. Arena
Registration No. 35,429

Date: May 12, 2006

Woodcock Washburn LLP
One Liberty Place - 46th Floor
Philadelphia PA 19103
Telephone: (215) 568-3100
Facsimile: (215) 568-3439

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For: METHOD AND APPARATUS FOR EFFICIENT SHARING OF
COMMUNICATION SYSTEM RESOURCES

VIA HAND DELIVERY

Commissioner for Patents

P.O. Box 1450

Alexandria, VA 22313-1450

STATEMENT UNDER 37 CFR § 3.73(b)

Cingular Wireless, II, LLC, a limited liability company

states that it is:

- ☒ the assignee of the entire right, title, and interest; or
- ☐ an assignee of an undivided part interest

in the patent application/patent identified above by virtue of either:

- A. ☐ An assignment from the inventor(s) of the patent application/patent identified above.
- ☐ 1. The assignment was recorded in the Patent and Trademark Office at Reel
, Frame(s)
- ☐ 2. The assignment has not yet been recorded. A copy of the assignment is
attached.

OR

B. ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

- i. From: **Kevin M. Boyd, Salvador Garcia, Jr., Eamonn Gormley, Anh Nguyen.** The document was sent to the United States Patent and Trademark Office for recordation on June 29, 2001. A copy of the Assignment is attached.
- ii. From: **New Cingular Wireless Services, Inc. (f/k/a AT&T Wireless Services, Inc.)** To: **Cingular Wireless, II, Inc..** The document was recorded in the Patent and Trademark Office at Reel **017555**, Frame **0711**.
- iii. From: **Cingular Wireless II, Inc.** To: **Cingular Wireless II, LLC.** The document was recorded in the Patent and Trademark Office at Reel **017546**, Frame **0612**.

☒ Additional documents in the chain of title are listed on a supplemental sheet.

☒ Copies of assignments or other documents in the chain of title are attached.

The undersigned (whose title is supplied below) is empowered to act on behalf of the assignee.

Date: 5-12-00

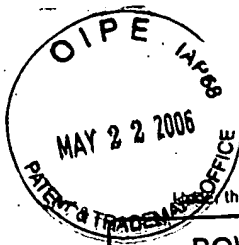


Signature

Name: Christopher M. Arena

Reg. No.: 35,429

Woodcock Washburn LLP
One Liberty Place - 46th Floor
Philadelphia, PA 19103
Telephone: (215) 568-3100
Facsimile: (215) 568-3439



PTO/SB/80 (04-05)

Approved for use through 11/30/2005. OMB 0651-0035
U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

POWER OF ATTORNEY TO PROSECUTE APPLICATIONS BEFORE THE USPTO

I hereby revoke all previous powers of attorney given in the application identified in the attached statement under 37 CFR 3.73(b).

I hereby appoint:

☒ Practitioners associated with the Customer Number:

54499

OR

☐ Practitioner(s) named below (if more than ten patent practitioners are to be named, then a customer number must be used):

Name	Registration Number	Name	Registration Number

as attorney(s) or agent(s) to represent the undersigned before the United States Patent and Trademark Office (USPTO) in connection with any and all patent applications assigned only to the undersigned according to the USPTO assignment records or assignment documents attached to this form in accordance with 37 CFR 3.73(b).

Please change the correspondence address for the application identified in the attached statement under 37 CFR 3.73(b) to:

☐ The address associated with Customer Number:

OR

<input type="checkbox"/> Firm or Individual Name			
Address			
City	State	Zip	
Country			
Telephone	Email		

Assignee Name and Address:

Cingular Wireless, II, LLC
5565 Glenridge Connector
Atlanta, Georgia 30342

A copy of this form, together with a statement under 37 CFR 3.73(b) (Form PTO/SB/96 or equivalent) is required to be filed in each application in which this form is used. The statement under 37 CFR 3.73(b) may be completed by one of the practitioners appointed in this form if the appointed practitioner is authorized to act on behalf of the assignee, and must identify the application in which this Power of Attorney is to be filed.

SIGNATURE of Assignee of Record

The individual whose signature and title is supplied below is authorized to act on behalf of the assignee

Signature	<i>C. T. Tacker</i>	Date	February 21, 2006
Name	Carol Tacker	Telephone	
Title	Vice President, Assistant General Counsel, Corporate Secretary		

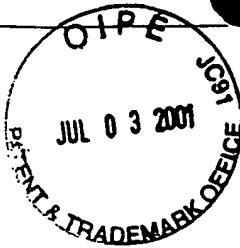
This collection of information is required by 37 CFR 1.31, 1.32 and 1.33. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 3 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

07-17-2001

PTO-1619A MODIFIED BY AT&T CORP.

Case Number: 2000-0062



101780225

 U.S. Department of Commerce
 Patent and Trademark Office
PATENT
**RECORDATION FORM COVER SHEET
 PATENTS ONLY**

7.3.01

TO: The Assistant Commissioner for Patents: Please record the attached original document(s) or copy(ies).

Submission Type**Conveyance Type**

- ☒
- New
-
- ☐
- Resubmission(Non-Recordation)

☒ Assignment☐ Security Agreement☐ License☐ Change of Name☐ Merger☐ Other:

Document ID#

☐ Correction of PTO Error

U.S. Government

(For use by U.S. Government Agencies)

Reel # Frame #

☐ Corrective Document

Reel # Frame #

☐ Departmental File ☐ Secret File**Conveying Party(ies)**☒ Mark if additional names of conveying parties attached

Name (line 1) Boyd, Kevin M.

Execution Date

MMDDYYYY

Name (line 2)

06/08/2001

Second Party

Name (line 1) Garcia, Salvador Jr.

Execution Date

MMDDYYYY

Name (line 2)

05/30/2001

Receiving Party☐ Mark if additional names of receiving parties attached

Name (line 1) AT&T Wireless Services, Inc.

☐ If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Name (line 2)

Address (line 1) 7277 164th Avenue NE

Address (line 2) Redmond, Washington 98052

Address (line 3) United States of America

City, State/Country Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name (line 1)

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

07/16/2001 LMUELLER 00000230 012745 09723421

01 FC:581 40.00 CH

FOR OFFICE USE ONLY

 Mail documents to be recorded with required cover sheet(s) information to:
 Assistant Commissioner for Patents, Box Assignments, Washington, D.C. 20231

Doc Number: 2000-0062

Page 2

U.S. Department of Commerce
Patent and Trademark Office
PATENT**CORRESPONDENCE ADDRESS**☐ Customer Number or Bar Code Label

(Insert Customer No. or Attach bar code label here)

or ☒ Correspondence address below

NAME	Samuel H. Dworetsky				
ADDRESS	AT&T CORP. P.O. Box 4110				
CITY	Middletown	STATE	New Jersey	ZIP CODE	07748-4110
COUNTRY	United States of America	FAX	732-368-6932		

Pages Enter the total number of pages of the attached conveyance document # 6.
including any attachments

Application Number(s) or Patent Number(s) ☐ Mark if additional numbers are attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)	Patent Number(s)
09/723421	

If this document is being filed with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number
only if a U.S. Application Number
has not been assigned.

Number of Properties

Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$40.00

Method of Payment :

Enclosed ☐ Deposit Account ☒

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: 01-2745

Authorization to charge additional fees: ☒ Yes ☐ No

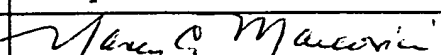
STATEMENT AND SIGNATURE OF APPLICANT, ATTORNEY, OR AGENT REQUIRED

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

NAME	Thomas M. Isaacson		
TELEPHONE	410-257-5485		
SIGNATURE		DATE	6/29/01

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Patents, Washington, D.C. 20231 on this date: 6/29/01

Type or Printed Name	Nancy C. Marcovici		
Signature		Date	6/29/01

SEND TO: Assistant Commissioner for Patents, Box Assignments, Washington, D.C. 20231

Doc. Number: 2000-0062

RECORDATION FORM COVER SHEET CONTINUATION PATENTS ONLY

U.S. Department of Commerce
Patent and Trademark Office
PATENT

Conveying Party(ies)☐ Mark if additional names of conveying parties attached*Enter Additional Conveying Parties*

Name (line 1)	Gormley, Eamonn	Execution Date MMDDYYYY 06/01/2001
Name (line 2)		
Name (line 1)	Nguyen, Anh	Execution Date MMDDYYYY 06/04/2001
Name (line 2)		
Name (line 1)		Execution Date MMDDYYYY
Name (line 2)		

Receiving Party☐ Mark if additional names of receiving parties attached

Name (line 1)		<input type="checkbox"/> If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)
Name (line 2)		
Address (line 1)		
Address (line 2)		
Address (line 3)		
	City, State/Country Zip Code	
		<input type="checkbox"/> Mark if additional names of receiving parties attached
Name (line 1)		<input type="checkbox"/> If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)
Name (line 2)		
Address (line 1)		
Address (line 2)		
Address (line 3)		
	City, State/Country Zip Code	

Application Number(s) or Patent Number(s)☐ Mark if additional numbers are attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)	Patent Number(s)

ASSIGNMENT AND AGREEMENT

For value received, each of the undersigned, Kevin M. Boyd of Issaquah in the County of King County and State of Washington, Salvador Jr. Garcia of Redmond in the County of King County and State of Washington, Eamonn Gormley of Seattle in the County of King and State of Washington, and Anh Nguyen of Seattle in the County of King County and State of Washington, hereby sells, assigns and transfers to AT&T Wireless Services, Inc., a corporation of the State of Delaware, having an office at 7277 164th Avenue NE, Redmond, Washington 98052, United States of America, and its successors, assignees and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to

Method and Apparatus for Efficient Sharing Of Communication System Resources.

described in an application for Letters Patent for the United States of America,

☐ for which an application for a United States Patent was executed on _____

☒ for which an application for a United States Patent was filed on 11/28/2000 Application Number 09/723421, and for which a provisional was filed on 02/08/2000 Application Number 60/181,014,

and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and the undersigned also concurrently hereby sell, assign and transfer to AT&T Wireless Services, Inc. the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

The undersigned authorize AT&T Wireless Services, Inc. to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from the undersigned, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

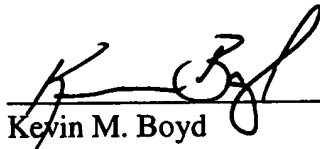
The undersigned hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of AT&T Wireless Services, Inc. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

The undersigned request that any and all patents for said inventions be issued to AT&T Wireless Services, Inc. in the United States and in all countries foreign to the United States, or to such nominees as AT&T Wireless Services, Inc. may designate.

The undersigned agree that, when requested, the undersigned shall, without charge to AT&T Wireless Services, Inc. but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

Attorney Docket Number: 2000-0062

Date: 6/8/2001


Kevin M. Boyd

United States of America)

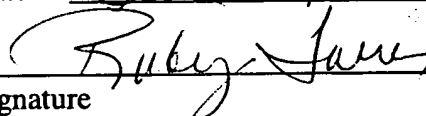
State of Washington) ss.:

County of KING)

I certify that I know or have satisfactory evidence that Kevin Boyd is the person who appeared before me, and said person acknowledged that (he/she) signed this instrument and acknowledged it to be (his/her) free and voluntary act for the uses and purposes mentioned in the instrument.



Dated: June 8, 2001


Signature

Trademark & Patents Admin.
Title

My appointment expires 3/27/01

AT&T CORP.
P.O. Box 4110
Middletown, New Jersey 07748-4110

Attorney Docket Number: 2000-0062

Date: May 30, 2001

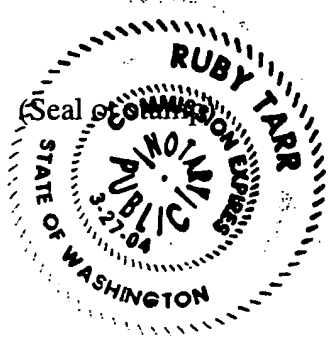
Salvador Garcia Jr
Salvador Garcia, Jr.

United States of America)

State of Washington) ss.:

County of King)

I certify that I know or have satisfactory evidence that Salvador Garcia, Jr is the person who appeared before me, and said person acknowledged that (he/she) signed this instrument and acknowledged it to be (his/her) free and voluntary act for the uses and purposes mentioned in the instrument.



Dated: May 30, 2001

Ruby Tarr
Signature

Trademark & Patent Administrator
Title

My appointment expires 3/27/04

AT&T CORP.
P.O. Box 4110
Middletown, New Jersey 07748-4110

Attorney Docket Number: 2000-0062

Date: 06/01/2001

Eamonn Gormley
Eamonn Gormley

United States of America)

State of Washington) ss.:

County of King)

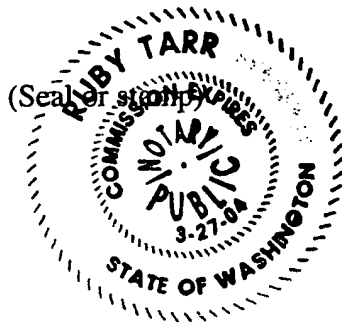
I certify that I know or have satisfactory evidence that Eamonn Gormley is the person who appeared before me, and said person acknowledged that (he/she) signed this instrument and acknowledged it to be (his/her) free and voluntary act for the uses and purposes mentioned in the instrument.

Dated: June 1, 2001

Ruby Tarr
Signature

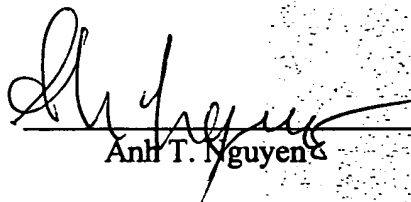
Trademark Patent Administration
Title

My appointment expires 3-27-04



AT&T CORP.
P.O. Box 4110
Middletown, New Jersey 07748-4110

Attorney Docket Number: 2000-0062


Anh T. Nguyen

Date: 06/04/01

United States of America)

State of Washington)ss:

County of King)

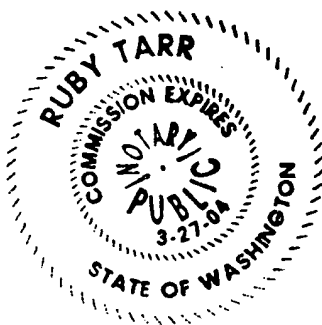
I certify that I know or have satisfactory evidence that Anh T. Nguyen is the person who appeared before me, and said person acknowledged that he/she signed this instrument and acknowledge it to be his/her free and voluntary act for the uses and purposes mentioned in the instrument.

Dated: June 4 2001


Notary Public

Trademark & Patent Administrator
Title

My appointment expires 3-27-04



AT&T Corp.
P. O. Box 4110
Middletown, New Jersey 07748-4110

Supporting Documentation Showing Evidence of Chain of Title for Patent Applications

The following documents represent evidence of the chain of title of all AT&T Wireless application to Cingular Wireless II, LLC.

- 1) **New Cingular Wireless Services, Inc. Secretary Certificate** signed by Caroline Wilder, Assistant Secretary. This document certifies the following:
 - a) Agreement and Plan of Merger was entered into by AT&T Wireless Services, Inc. (ATTW), Cingular Wireless Corporation, Cingular Wireless, LLC and Links I Corporation whereby ATTW would be merged in to Links I. Whereby ATTW would be the survivor of the merger.
 - b) A true and correct copy of the Certificate of merger filed with the Delaware Secretary of State is attached and remains in effect.
 - c) As a result of the merger, ATTW becomes a wholly owned subsidiary of Cingular Wireless, LLC.
 - d) The name of ATTW was changed to New Cingular Wireless Services, Inc. on 10/24/2004.
 - e) A true and correct copy of the name change of ATTW is attached and remains in effect.
- 2) A true and correct copy of the Certificate of Merger filed with the Delaware Secretary of State.
- 3) A true and correct copy of the name change of ATTW.
- 4) A true and correct copy of the Certificate of Conversion showing change of status of CWII, Inc to CWII, LLC.

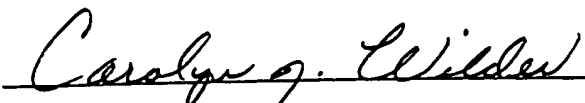
NEW CINGULAR WIRELESS SERVICES, INC.

SECRETARY'S CERTIFICATE

I, Carolyn J. Wilder, do hereby certify that I am a duly elected, qualified and acting Assistant Secretary of New Cingular Wireless Services, Inc., a Delaware corporation, and as such I am authorized to execute this certificate. In such capacity, I further certify that:

1. An Agreement and Plan of Merger (the "Agreement") dated as of February 17, 2004 was entered into by and among AT&T Wireless Services, Inc., Cingular Wireless Corporation, Cingular Wireless LLC and Links I Corporation, a wholly-owned subsidiary of Cingular whereby AT&T Wireless Services, Inc. would be merged into Links I Corporation upon the terms and conditions of the Agreement, and AT&T Wireless Services, Inc. would be the survivor of the merger.
2. The merger of AT&T Wireless Services, Inc. into Links I Corporation was consummated on October 26, 2004.
3. The attached Exhibit "A" is a true and correct copy of the Certificate of Merger filed with the Delaware Secretary of State and that said Certificate of Merger remains in full force and effect on the date hereof.
4. As a result of the consummation of the merger, AT&T Wireless Services, Inc. became a wholly-owned subsidiary of Cingular Wireless LLC.
5. The name of AT&T Wireless Services, Inc. was changed to New Cingular Wireless Services, Inc. on October 26, 2004.
6. The attached Exhibit "B" is a true and correct copy of the Certificate of Amendment to The Certificate of Incorporation of AT&T Wireless Services, Inc. changing the name of the corporation to New Cingular Wireless Services, Inc. as filed with the Delaware Secretary of State and that said Certificate of Amendment to The Certificate of Incorporation remains in full force and effect on the date hereof.

IN WITNESS WHEREOF, I have subscribed my name as Assistant Secretary of the Company this 11th day of May, 2005.


Carolyn J. Wilder, Assistant Secretary

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"LINKS I CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "AT&T WIRELESS SERVICES, INC." UNDER THE NAME
OF "AT&T WIRELESS SERVICES, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF OCTOBER, A.D.
2004, AT 10:11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



2131363 8100M

040725208

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3434252

DATE: 10-26-04

SEVENTH: This certificate of merger shall be effective upon its filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, this Certificate of Merger has been executed by the undersigned, a duly authorized officer of the Surviving Corporation, on behalf of the Surviving Corporation as of the 24th day of October, 2004.

AT&T WIRELESS SERVICES, INC.

By: 

Name: John D. Zappis

Title: Chief Executive Officer

SEVENTH. Any action required or permitted to be taken by the holders of Common Stock of the corporation, including but not limited to the election of directors, may be taken by written consent or consents but only if such consent or consents are signed by all holders of Common Stock.

EIGHTH. A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Delaware General Corporation Law as currently in effect or as the same may hereafter be amended. No amendment, modification or repeal of this Article EIGHTH shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal.

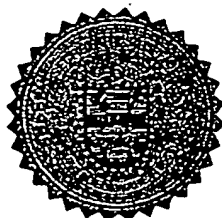
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AT&T WIRELESS SERVICES, INC.", CHANGING ITS NAME FROM "AT&T WIRELESS SERVICES, INC." TO "NEW CINGULAR WIRELESS SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2004, AT 11:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2131363 8100

040770545

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3434831

DATE: 10-26-04

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:23 AM 10/26/2004
FILED 11:01 AM 10/26/2004
SRV 040770545 - 2131363 FILE

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
AT&T WIRELESS SERVICES, INC.**

AT&T Wireless Services, Inc., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "Corporation"), does hereby certify:

FIRST: That on October 26, 2004, the Board of Directors of the Corporation adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting the proposed amendment to the sole stockholder of the Corporation for its consideration and approval. The proposed amendment is as follows:

NOW, THEREFORE, BE IT RESOLVED, that the Certificate of Incorporation of the Corporation be amended by deleting the first paragraph in its entirety and replacing it with a new first paragraph to read as follows:

"FIRST. The name of the corporation is New Cingular Wireless Services, Inc."

SECOND: That thereafter on October 26, 2004, said amendment was duly adopted by written consent of the sole stockholder of the Corporation in accordance with the provisions of Sections 228 and 242 of the Delaware General Corporation Law.

[Signature on following page]

IN WITNESS WHEREOF, AT&T Wireless Services, Inc. has caused this Certificate of Amendment to be signed by a duly authorized officer this 26th day of October, 2004.

AT&T WIRELESS SERVICES, INC.

By: Carolyn J. Wilder
Name: Carolyn J. Wilder
Title: Assistant Secretary

Delaware

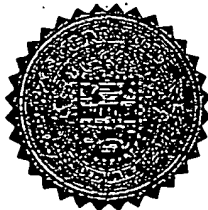
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CINGULAR WIRELESS II, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CINGULAR WIRELESS II, INC." TO "CINGULAR WIRELESS II, LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2004, AT 10:27 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2004, AT 8:45 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3858251 8100V

040774599

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3437873

DATE: 10-27-04

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:47 AM 10/27/2004
FILED 10:27 AM 10/27/2004
SRV 040774599 - 3858251 FILE

**CERTIFICATE OF CONVERSION OF
CINGULAR WIRELESS II, INC.
TO BECOME A LIMITED LIABILITY COMPANY**

Pursuant to the provisions of Section 266 of the Delaware General Corporation Law and Section 18-214 of the Delaware Limited Liability Company Act, Cingular Wireless II, Inc., a Delaware corporation (the "Corporation"), submits the following Certificate of Conversion:

1. The name of the Corporation is Cingular Wireless II, Inc.
2. The date on which the Corporation's original Certificate of Incorporation was filed with the Secretary of State is September 22, 2004.
3. The name of the limited liability company into which the Corporation is being converted is Cingular Wireless II, LLC.
4. The conversion has been approved by written consent of the sole stockholder of the Corporation pursuant to Section 228 of the Delaware General Corporation Law in accordance with the provisions of Section 266 of the Delaware General Corporation Law.
5. The conversion shall be effective at 8:45 p.m. EDT on October 27, 2004.

[Signature on following page]

IN WITNESS WHEREOF, Cingular Wireless II, Inc, has caused this Certificate of Conversion to be executed by a duly authorized officer this 27th day of October, 2004.

CINGULAR WIRELESS II, INC.

By: Carolyn J. Wilder
Name: Carolyn J. Wilder
Title: Assistant Secretary

Delaware

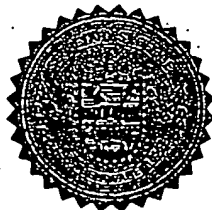
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "CINGULAR WIRELESS II, LLC" FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2004, AT 10:27 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2004, AT 8:45 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3858251 8100V

040774599

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3437873

DATE: 10-27-04

State of Delaware
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Division of Corporations
Delivered 10:47 AM 10/27/2004
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**CERTIFICATE OF FORMATION
OF
CINGULAR WIRELESS II, LLC**

1. The name of the limited liability company is Cingular Wireless II, LLC.
2. The address of its registered office in the state of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. This Certificate of Formation shall be effective at 8:45 p.m. EDT on October 27, 2004.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Cingular Wireless II, LLC this 27th day of October, 2004.



Scott L. O'Melia
An Authorized Person